

Letter of Resignation

DATED: July __, 2021

To: Board of Directors of Blockcap Inc.

Reference is made to that certain Agreement and Plan of Merger (the “Merger Agreement”), dated as of July 15, 2021, by and among Core Scientific Holding Co., a Delaware corporation (“Core”), Block Merger Sub, Inc., a Delaware corporation and a direct, wholly owned subsidiary of Core, Blockcap, Inc., a Nevada corporation (“Blockcap”), and Harlin Dean, solely in his capacity as the representative of the Blockcap Stockholders. Capitalized terms used but not defined herein shall have the meanings specified in the Merger Agreement.

Pursuant to Section 3.1(h)(vi) of the Merger Agreement, I hereby resign from any and all positions I may hold as a member of the Board of Directors (including, without limitation, positions on any committees formed thereby) or as an officer of Blockcap on the terms set forth herein. Such resignation shall be effective as of the Closing (as defined in the Merger Agreement).

As a result of (i) Blockcap’s request for me to resign from my officer positions, (ii) the change in my title, without my consent, and (iii) the material diminution of my duties and responsibilities, which have occurred as a result of the transactions contemplated by the Merger Agreement, I am entitled to resign from employment with Blockcap for “Good Reason” as defined in Section 8(d)(i) of my Executive Employment Agreement, dated June 1, 2021 (the “Employment Agreement”), and to receive the Severance Pay described in Section 8(h) of the Employment Agreement (collectively, my “Resignation and Severance Rights”). By acceptance of this resignation, Blockcap expressly acknowledges (a) this resignation shall not extend to my employment with Blockcap, (b) this resignation does not, and shall not be deemed to, constitute a waiver of my Resignation and Severance Rights, (c) my Resignation and Severance Rights shall survive consummation of the transactions contemplated by the Merger Agreement, and (d) that I shall be entitled to exercise my Resignation and Severance Rights at any time, for any reason, and without any limitation.

[Remainder of Page Intentionally Left Blank - Signature Page Follows]

Sincerely,

Harlin Dean

Dated: July ____, 2021